

WINSOME TEXTILE INDUSTRIES LIMITED

Depository System:

The company has entered into a tripartite agreement with M/s National Securities Depository Limited (NSDL) and M/s Central Depository Services Limited (CDSL) along with our Registrar M/s Link Intime India Pvt. Limited, A-40, 2nd Floor, Near Batra Banquet Hall, Phase-II, Naraina Industrial Area, New Delhi - 110028 for dematerialization and rematerialization of securities of the company.

Benefits of participation in a depository:

- No bad deliveries;
- Immediate transfer of shares;
- No stamp duty on transfer of shares;
- Handling of large volumes of paper greatly reduced;
- Eliminates risks associated with physical certificates such as loss, theft, mutilation, forgery etc;
- Reduction in transaction cost.

Process for Dematerialisation of Shares:

1. The shareholder opens an account with a Depository Participant (DP) of his choice. Information about DP's is available with M/s National Securities Depository Limited, Tradeworld, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai – 400 013 (website: <http://www.nsdl.co.in>) and Central Depository Services (India) Ltd, Phiroze Jeejeephoy Towers, 16th -17th Floor, P J Towers, Dalal Street, Mumbai-400001 (website: <http://www.cdslindia.com>)
2. The shareholder deposits the share certificate after canceling the same, along with a Dematerialisation Request Form (DRF, available with the DP) to the DP.
3. The DP intimates the concerned depository of the request and submits the concerned certificate(s) to the Registrar for the purpose of dematerialisation.
4. Based on its acceptance of the dematerialisation, the shares are converted into electronic shares by the Registrar who updates their records accordingly and informs the concerned depository of the completion of dematerialisation.
5. The depository, in turn, updates its records and informs the DP of such dematerialisation.
6. The DP updates its records and informs the shareholder accordingly in the form of a statement of balance.
7. The concerned shares now stand dematerialised and can be bought and sold in the same manner as physical shares.

Process for Rematerialisation of Shares:

1. Investor fills and signs a Rematerialisation Request Form (RRF, available with the DP) and sends the same to the DP.
2. On receipt of the above
 - DP verifies that the investor has sufficient free holdings in his account in electronic form.
 - DP verifies the signature of the shareholder with its records and authorizes the request.
 - DP sends electronic request to the concerned depository.
 - DP prints investors' details and sends the same along with the RRF to the Registrar.
3. The Registrar receives the electronic request through the concerned depository.
4. On receipt of the RRF, the Registrar updates its accounts, prints the share certificate(s) and confirms the rematerialisation to the concerned depository.
5. The concerned depository confirms the rematerialisation to the DP.
6. Registrar despatches the certificate(s) to the investor.

For physical shares

Transfer of Shares:

Transfer of shares implies transfer of ownership of shares. Transfer of shares involves the following points, which need to be considered and ensured:

1. Transact in shares through a recognized Stock Broker registered with SEBI and the relevant Stock Exchange.
2. Ensure that you receive a contract / delivery note for all transactions.
3. The share certificate should be accompanied by a transfer deed duly filled in and signed. The transfer deed is valid for one year from the date on which it is stamped or the book closure date, whichever is later.
4. Transfer stamps @ 0.25% of the consideration should be affixed on the transfer deed and the transfer stamps should be cancelled before lodgement.
5. Please provide complete postal address with correct pin code on the transfer deed.
6. Please keep proper records (photocopies, etc) of your securities and transfer forms with you before lodgement. Please also keep the proof of mailing / lodgement safely until you receive back the duly transferred certificates. Please forward documents by registered post only.
7. If you already hold shares in the company and are lodging further shares for transfer, please quote your existing folio number in the transfer deed.
8. If you are a non-resident, please attach approval of Reserve Bank of India, as applicable, along with transfer deed and share certificate. Please also give particulars of your NRE/NRO A/c along with the name and address of the bank to enable us to remit dividend, if any.
9. In case you do not receive back the duly transferred certificate within one month of lodgement, please contact our Registrar & Share Transfer Agent with complete details of lodgement of transfers.

Conversion of Single Holding into Joint Holding or Vice Versa:

Requests for addition or deletion of name(s) as well as transfers within family, amount to a transfer and therefore, such requests should be accompanied by a transfer deed duly executed and stamped, along with the original share certificate(s). Consideration mentioned on the transfer deed must not be less than prevailing market price.

Power of Attorney:

For registering a Power of Attorney, please send a notarized copy of the same, or bring the original along with a photocopy, to the office of our Registrar for verification. A Power of Attorney Registration Number will be given, which should be mentioned in all correspondence/transfer deeds signed by the Constituted Attorney.

Transmission of Shares:

1. If the shares are held in single name and the holder passes away, the legal heir should write to our Registrar for transmitting the shares in his/her name and should submit the Share Certificate(s) along with the Succession Certificate / Probate of Will / Letters of Administration obtained in respect of sole holding. If none of the above is available, please write to our Registrar for procedure for transmission.
2. If the shares are held in joint name(s) and one of the holders passes away, the surviving holder(s) can write to our Registrar for transmitting the shares in the name(s) of the surviving holder(s) and should submit the Share Certificate(s) along with a copy of the death certificate of the deceased holder, duly certified by a Notary Public / Magistrate / Gazetted Officer.

Transposition:

Transposition means change in order of names. This action does not require a transfer deed. A letter requesting for transposition signed by all the shareholders should be sent with the Share Certificate(s). Transposition can be done only on the entire holding in a single folio. Transposition of part holdings is not permitted.

Loss of Share Certificate(s):

1. If your share certificate gets lost, please intimate our Registrar immediately giving details of folio number, share certificate number, distinctive number(s) for immediate stop transfer.
2. On receipt of the above information, our Registrar will advise you the procedure to be followed for obtaining duplicate share certificate.

General:

1. Request for change in name should be accompanied by a copy of notification in Official Gazette or a newspaper or an affidavit duly sworn on a stamp paper of appropriate value, and with the new specimen signature duly attested by a Notary Public / Magistrate / Gazetted Officer.
2. Request for change of name consequent upon marriage / divorce should be accompanied with a marriage certificate / divorce decree and with the new specimen signature duly attested by a Notary Public / Magistrate / Gazetted Officer.
3. In case your Share Certificate(s) is / are torn or mutilated, please send the same to our Registrar for replacement with new Certificate(s).
4. Please send a written request signed by the first shareholder mentioning the folio number and the new address with the pin code. On receipt of the same, our Registrar would incorporate the new address in the records and respond by sending an intimation confirming the change of address to the new address. If you are holding shares in demat mode, please send the request for change of address and bank particulars to your depository Participant directly.
5. If you are holding shares in more than one folio (in case of joint holder, if they are in the same order of names) kindly consolidate your holdings under one folio by forwarding the Share Certificate(s) pertaining to the shares to be consolidated to our Registrar, along with a covering letter in which you may specify the folio number in which you want to consolidate all your holdings. Please note that transfer deed is not required for consolidation of folios.
6. **Dividend:**
 - In case of non-receipt of dividend warrants, please send the request to the company's registered office with full details viz. folio number, DP ID No., Client ID No., name of shareholder, period, etc.
 - If the validity period of your dividend warrant has expired, please send a written request along with the invalid dividend warrant(s) to the company at its registered office for revalidation / reissue.
 - Please note that the amount represented by each dividend if remaining unclaimed for a period of seven years is required to be transferred to the Investors Education & Protection Fund, pursuant to Section 205C of the Companies Act, 1956. Hence it is in your interest to encash the dividend warrant immediately.

Sale/Purchase of Securities:

The securities of the company are listed/ traded at BSE (website: <http://www.bseindia.com/>). The Investors can sale/purchase the securities of the company through stock broker or Internet trading facility.
